

East Midlands Academy Trust – Annual General Meeting

20th September 2021, 10:00am – 12.00pm **Hybrid meeting**

Agenda Item	Discussion	Action
Present	<p>Kevin Crompton (EMAT: Member/Trustee) ☎ Fiona Wheeler (EMAT: Member/Trustee) - Chair Jon Harris (EMAT: Member) ☎ Barry Langford (EMAT: Member) – <i>Appointed during meeting</i></p> <p>Leigh Jones (EMAT: Trustee) ☎ David Houghton (EMAT: Trustee)</p> <p>Josh Coleman (EMAT: CEO and Accounting Officer) John Lawson (EMAT: Head of Education) Monica Juan (EMAT: Head of Governance & Safeguarding) - minutes</p> <p>MJ welcomed all and reminded all present that the matters raised within this meeting would remain confidential until the minutes were agreed and signed off.</p>	
1. Chair	Fiona Wheeler was appointed Chair for the meeting.	
2. Welcome, Quorum, Notice and Proxies	<p>The Chair welcomed those present and opened the Annual General Meeting. It was noted that a quorum was present and that the meeting would proceed to business.</p> <p>The Head of Governance confirmed that due notice convening the meeting had been sent to every Member, the Trustees, the auditors, and any other person entitled to receive a copy thereof respectively in accordance with the articles of association.</p> <p>Apologies had been received by trustees Ayo Salam, Stephen Morales, and Andy Davies; Paul Wheeler and Mazars Auditors</p> <p>There were no proxies.</p>	
3. Declarations of Interest	There was produced to the meeting the Register of Interest for East Midlands Academy Trust. It was noted that two of the three Members, KC and FW, were also EMAT trustees.	
4. Minutes of AGM meeting held on 18.09.2020	<p>The minutes of the meeting held on the 18.09.2020 were reviewed and agreed to be an accurate representation of the meeting.</p> <p><i>FW proposed to accept the minutes and JH seconded</i></p>	

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	<p>KC agreed to physically sign the minutes once lockdown restrictions had been lifted.</p>	
<p>5. Presentation of CEO's overview</p>	<p>The Trustees of East Midlands Academy Trust (EMAT) presented their annual report together with the financial statements and auditor's report of the charitable company for the year 1st September 2019 to 31st August 2020. The annual report served the purpose of a trustees' report and directors' report under company law.</p> <p>The CEO introduced the new Trust Report for Stakeholders, which included information produced by each school's Headteacher and Chair of the LAB as well as the Central Team. The information was heavily contextualised because the COVID19 pandemic and DATA had not been included. This report was aimed to target parents/carers and staff.</p> <p>The CEO reported that, because of the pandemic, behaviour and mental health had been identified as emerging concerns which could affect staff and students as well as the community in general. HR support had been put in place through the employee support programme and mental health resources had been deployed in schools to support any issues.</p> <p>Although official exams had not taken place, the trajectory of the trust's performance looked positive and evidenced the strength of the trust.</p> <p>The CEO informed Members that the coming year would focus heavily on the Inclusion value, with the Festival of Inclusion taking central stage across all schools.</p> <p>The trust remained financially stable with continuous investment poured into all schools.</p> <p>Members thanked the CEO for the report and agreed that the stakeholder report was a good report to share in the websites for parent/carers to see. Members requested more clarity around inputs and outputs, some narrative behind the gender gap and as a list of acronyms to enhance the next report.</p>	<p>Action: Include Primary outcomes and benchmark for comparison in any future reports.</p> <p>Action: Members to send report comments to MJ.</p>
<p>6. EMAT accounts (Y/E 31.08.2020) Trustees' report and Auditors' report</p>	<p>The audited accounts and the auditors' report for the company for the year ended 31st August 2020 were distributed and noted by those present.</p> <p>The Trustees' report was noted by those present.</p> <p><i>FW proposed to accept the accounts and report and KC seconded;</i> this was unanimously agreed.</p>	<p>Resolution 1 passed.</p>

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7. Appointment/retirement/resignation of members.	<p>Members unanimously accepted the resignation from the following EMAT member under Article 18:</p> <ul style="list-style-type: none"> • Joan Martin <p>Members wished to express their gratitude to Mrs Martin for all her hard work and dedication during her tenure at EMAT.</p> <p>Members unanimously agreed the appointment of the following individual as Member under the Article 13:</p> <ul style="list-style-type: none"> • Barry Langfield <p>Members welcome Mr Langfield to the trust.</p>	<p>Resolution 2 passed.</p> <p>Action: Update all platforms</p>
8. Appointment/retirement/resignation of Trustees	<p>Members unanimously agreed to reappoint the following trustee:</p> <ul style="list-style-type: none"> • Kevin Crompton <p>Members unanimously agreed the appointment of the following individual as co-opted Trustee of EMAT under Article 47 and 58.</p> <ul style="list-style-type: none"> • Bernard Weiss <p>Members unanimously accepted the resignation of the following EMAT Trustees under Article 65.</p> <ul style="list-style-type: none"> • Jon Harris • Asvin Morjaria • Bernard Weiss <p>Members thanked Mr Morjaria and Mr Weiss for their services to EMAT and were grateful to Mr Harris for agreeing to continue serving as Member.</p>	<p>Resolution 3 passed.</p> <p>Action: Update all platforms</p>
9. Appointment of Auditors	<p>The CEO informed that Mazars had provided a great service as they had sector specific knowledge. After due diligence had taken place, it had been decided to continue engaging their services for a further year.</p> <p>Members unanimously agreed to reappoint Mazars as the Trust's Auditors for the period 2020-2021</p>	<p>Resolution 4 passed.</p>
10. Authority to fix the auditors' remuneration	<p>Members unanimously agreed that the Trust Board should fix the remuneration of the auditors.</p> <p>In response to a question from a member regarding whether the remuneration was value for money JC confirmed that following a rigorous tendering process Mazars fees had been found to be highly competitive.</p>	<p>Resolution 5 passed.</p>

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11. Consider any changes to the Articles of Association	<p>As Trustees had discussed the new Articles of Association during the previous meeting and had decided not to be part of the early adopters.</p> <p>Members discussed the need to be more involved in the understanding of effective governance and agreed to take part in some of the trust activities that would allow them to work alongside trustees, for example the Strategy and Development days.</p> <p>Members agreed not to consider changes to the current articles of association and deferred the item to the next AGM.</p>	<p>Resolution 5 NOT passed</p> <p>Action: Invite Members to Trust activities.</p> <p>Action: Present AoA to the Trustees meeting July 2022.</p>
12. AOB	<p>Members and trustees discussed the current membership of the trust and the need to implement a full separation between all layers of governance. To facilitate this, FW agree to continue serving EMAT as trustee only and resigned from his position of member. Trustees and members thanked FW for her services as member.</p> <p>Recruitment of Members and Trustees was ongoing.</p>	<p>Update FW details in all relevant platforms</p>
13. Close	<p>There being no further business the Chair declared the meeting closed at 13.25pm</p>	

Meeting closed at 13.25pm

Signed by Fiona Wheeler, Chair of AGM

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Date.....

Action Log AGM 20.09.2021

	Action	Owner
1.	Include Primary outcomes and benchmark for comparison in any future reports.	CN/MJ
2.	Members to send report comments to MJ.	All
3.	Update Governance information in all platforms	MJ
4.	Invite members to Strategy and Development Day	CN/MJ
5.	Present AoA to the Trustees meeting July 2022.	MJ